



Glenmark Pharmaceuticals Limited

Registered Office: B/2, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai - 400 026
Corporate Office: Glenmark House, HDO Corporate Building, Wing A, B. D. Sawant Marg, Chakala,
Off. Western Express Highway, Andheri (E), Mumbai - 400 099.

CIN: L24299MH1977PLC019982

Tel No.: +91 22 40189999 Fax No.: +91 22 40189986

Website: www.glenmarkpharma.com, Email: complianceofficer@glenmarkpharma.com

POSTAL BALLOT FORM

Serial No. :

1. Name and Registered Address of the sole / first :
named Shareholder

2. Name(s) of Joint-Holder(s), if any :
:

3. Folio No. /DP ID No.* /Client ID No.* :
(*Applicable to Shareholders holding shares in
dematerialized form)

4. Number of equity shares held :
:

I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through Postal Ballot for the businesses stated in the Postal Ballot Notice dated October 30, 2014 of the Company by conveying my/our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below.

Item No.	Description	No. of Shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Consent pursuant to the provisions of Sections 23, 41, 42, 62(1), 71 and other applicable provisions, if any, of the Companies Act, 2013 for issue of Securities not exceeding USD 300 Million by the Company.			
2.	Increase in shareholding limit for Foreign Institutional Investors(FIIs)/ RFPIs from 40% upto an aggregate limit of 49% of the paid up share capital of the Company.			

Place :

Date :

(Signature of the shareholder)

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E- VOTING

Users who wish to opt for e-voting may use the following login credentials

EVEN (E- Voting Event Number)	USER ID	PASSWORD

Please follow steps for e-voting procedure as printed overleaf carefully before exercising your vote or login to <https://evoting.karryv.com>

(Please read the instructions before filling the form)

GENERAL INFORMATION

- a. There will be one e-voting /Ballot Form for every Client ID No. / Folio No., irrespective of the number of joint holders.
- b. Members can opt for only one mode of voting i.e. either by e-voting or through Ballot. In case you are opting for voting by e-voting, then please do not cast your vote by Ballot and vice versa. In case Members cast their votes both by e-voting and Ballot, the votes cast through **e-voting shall prevail** and the votes cast through Ballot form shall be considered **invalid**.
- c. Voting rights in the e-voting /Ballot cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives with proof of their authorisation.
- d. Mr. Surjan Singh Rauthan of M/s. S.S.Rauthan & Associates, Practicing Company Secretary, (C.P. No. 3233), has been appointed as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

Process for members opting for voting by Postal Ballot

- a. Members desiring to cast their vote by Ballot should complete and sign this Ballot (no other form or photocopy thereof is permitted to be used for this purpose) Form and send it to the Scrutinizer, Mr. Surjan Singh Rauthan in the enclosed postage prepaid self-addressed envelope. Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.
- b. In case of joint holding, this Ballot Form should be completed and signed by the First named Member and in his absence by the next named Member.
- c. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Ballot Form should be accompanied by a certified copy of the relevant board resolution/ appropriate authorization, with the specimen signature(s) of the authorised signatory (ies) duly attested.
- d. The signature of the Member on this Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.
- e. The Prepaid Self addressed envelope bears the address of the Scrutinizer, kindly ensure that the duly completed Ballot Forms should reach the Scrutinizer no later than 6.00 P.M. on **December 28, 2014**. Ballot Forms received after this date will be considered invalid.
- f. Ballot Forms which are incomplete or unsigned or defective in any manner are liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.
- g. A Member seeking duplicate Ballot Form or having any grievance pertaining to the Ballot process can write to the Company's Registrars- Karvy Computershare Pvt. Limited, (unit Glenmark Pharmaceuticals Ltd.) Plot No. 17-24, Vittal Rao Nagar, Madhapur, Hyderabad 500 081 or to the e-mail ID einward.ris@karvy.com. Duly completed and signed duplicate Ballot Forms should, however, reach the Scrutinizer no later than 6.00 P.M. on **December 28, 2014**.
- h. Members are requested not to send any paper {other than the resolution/authority as mentioned under "Process for Members opting for voting by Ballot" point (c) above} alongwith the Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.

Process for members opting for e-voting

In terms of the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter called "the Rules" for the purpose of this section of the Postal Ballot Notice) and Clause 35B of the Listing Agreement, the Company is providing facility to exercise votes on the items of business given in the Postal Ballot Notice through electronic voting system, to members holding equity shares as on **November 21, 2014** being the Cut-off date (Cut-off date for the purpose of Rule 20 (3) (vii) of the Rules) fixed for determining voting rights of members, entitled to participate in the e-voting process, through the e-voting platform provided by Karvy Computershare Pvt. Ltd. ("Karvy").

- a. Use the following URL for e-voting: <https://evoting.karvy.com>
- b. Enter the login credentials i.e., User ID and Password mentioned in your email/ Ballot Form. Your Folio No/DP ID- Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and Password for casting your votes.
- c. After entering the details appropriately, click on "LOGIN".
- d. You will reach the Password change menu wherein you are required to mandatorily change your Password. The new Password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your Password. It is strongly recommended not to share your Password with any other person and take utmost care to keep your Password confidential.
- e. You need to login again with the new credentials.
- f. On successful login, the system will prompt you to select the EVENT i.e. Glenmark Pharmaceuticals Ltd.
- g. On the voting page, the number of shares (which represents the number of votes) as held by the member as on the Cut-off Date will appear. If you desire to cast all the votes assenting/dissenting to the Resolution, then enter all shares and click "FOR"/"AGAINST" as the case may be or partially in "FOR" and partially in "AGAINST", but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as on the cutoff date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
- h. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- i. Cast your votes by selecting an appropriate option and click on "SUBMIT". A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- j. Corporate/Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter, etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail glenmark.evoting@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format "Corporate Name_EVENT No."
- k. The Portal will remain open for voting from **Saturday , November 29, 2014 (9.00 A.M.) to Sunday, December 28, 2014 (6.00 P.M.)**.
- l. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual available at the "download" section of <https://evoting.karvy.com> or contact Karvy Computershare Pvt. Ltd. on 1800 345 4001 (toll free).
- m. Members may alternatively cast their votes using the Ballot Form which is sent alongwith this Postal Ballot Notice and also available on the website of the Company.